

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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<b>In re:</b>	:
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<b>ONEIDA LTD., <u>et al.</u>,</b>	:
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<b>Reorganized Debtors.</b>	:
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	<b>Chapter 11</b>
	<b>Case No. 06 – 10489 (ALG)</b>
	<b>(Jointly Administered)</b>

**ORDER GRANTING FINAL ALLOWANCE OF  
COMPENSATION FOR PROFESSIONAL SERVICES  
RENDERED AND REIMBURSEMENT OF ACTUAL  
AND NECESSARY EXPENSES INCURRED BY CREDIT SUISSE  
SECURITIES (USA) LLC, AS FINANCIAL ADVISOR TO THE  
DEBTORS, FROM MARCH 19, 2006 THROUGH AUGUST 29, 2006**

Upon consideration of the first and final application (the “Application”) of Credit Suisse Securities (USA) LLC (“Credit Suisse”), as financial advisor for Oneida Ltd. (“Oneida”) and certain of its direct and indirect domestic subsidiaries,<sup>1</sup> as debtors and debtors in possession in the above-captioned cases (collectively, the “Debtors”), seeking final allowance of compensation for professional services rendered for the period commencing March 19, 2006 through and including August 29, 2006 (the “Compensation Period”), and reimbursement of actual and necessary expenses incurred during the Compensation Period (including fees and expenses incurred by its legal counsel, Weil, Gotshal & Manges LLP (“WGM”), both prior to and during the

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<sup>1</sup> In addition to Oneida Ltd., the following entities were debtors in these related cases: Sakura, Inc.; Buffalo China, Inc.; Delco International, Ltd.; Kenwood Silver Company, Inc.; Oneida Food Service, Inc.; Oneida International Inc.; Oneida Silversmiths Inc.; and THC Systems, Inc.

Compensation Period); and a hearing having been held on October 26, 2006 to consider the Application (the “Hearing”); and the Objection of the United States Trustee for the Southern District of New York Regarding Fee Applications For Payment of Fees and Reimbursement of Expenses having been resolved with respect to the Application; and it appearing that the requested compensation and expense reimbursement reflected in the Application is reasonable; and this Court having jurisdiction to consider and determine the Application in accordance with 28 U.S.C. §§ 157 and 1334; and due notice of the Application having been provided pursuant to Rule 2002(a)(6) of the Federal Rules of Bankruptcy Procedure; and it appearing that no other or further notice need be given; and for the reasons set forth on the record of the Hearing; and after due deliberation; and sufficient cause appearing therefor, it is hereby

ORDERED that pursuant to sections 328(a) and 330 of title 11 of the United States Code, Credit Suisse’s request for final allowance and payment of compensation and reimbursement of expenses contained in the Application is granted, as set forth on Schedule “A” annexed hereto; and it is further

ORDERED that the Debtors are authorized and directed to reimburse Credit Suisse for the fees and expenses incurred by WGM prior to and during the Compensation Period as set forth on Schedule “A” annexed hereto; and it is further

ORDERED that the Debtors are authorized and directed to pay Credit Suisse by wire transfer or check, upon the entry of this Order, the compensation and reimbursement allowed herein.

Dated: October 26, 2006  
New York, New York

/s/ Allan L. Gropper  
HONORABLE ALLAN L. GROPPER  
UNITED STATES BANKRUPTCY JUDGE

## Schedule A

Oneida Ltd., et al., Case No. 06-10489 (ALG)

Fee Period: March 19, 2006 to August 29, 2006							
<u>Applicant</u>	<u>Date of Application</u>	<u>Docket No. of Application</u>	<u>Fees Requested (100%)</u>	<u>Fees Previously Held Back</u>	<u>Fees Awarded (100%)</u>	<u>Expenses Requested (100%)</u>	<u>Expenses Awarded (100%)</u>
<b>Credit Suisse Securities (USA) LLC</b>	10/06/06	409	\$1,450,000	N/A	\$1,450,000	\$216,536.58 (including fees and expenses incurred by Weil, Gotshal & Manges LLP, counsel to Credit Suisse Securities (USA) LLC, in the aggregate amount of \$208,829.79, comprised of fees and expenses incurred during the Compensation Period, in the amount of \$173,789.03, and fees and expenses incurred prior to the Compensation Period, in the amount of \$35,040.76)	\$200,536.58

Schedule A(1)

DATE: 10/26/2006

INITIALS: ALG USBJ